## Exhibit W



## Form 4

Macy's, Inc. - M

Filed: February 28, 2006 (period: December 08, 2005)

Statement of changes in beneficial ownership of securities

## 

FO	R	M	4
----	---	---	---

... Check this box if no longer subject to Section 16, Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2008

OMB Number: 3235-0287

Estimated average burden hours per response... 0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

	ERRY J  (First) (Middle	TMENT	2. Issuer Name and Ticker or Trading Symbol FEDERATED DEPARTMENT STORES INC /DE/ (FD)  3. Date of Earliest Transaction (Month/Day/Year) 12/08/2005	X Dir X	(Check all appl	10% Owner Other (specify below)
CINCINNATI	(Street) OH	45202	4. If Amendment, Date Original Filed (Month/Day/Year)	_X_ Form filed b	r Join/Group Filing by One Reporting Person y More than One Repo	
(City)	(State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	Date (Month	2. 2A. Deemed 3. Transaction		or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
		Year)	Code	V	Amount	(A) or (D)	Price			(Instr. 4)	
Common Stock	12/08/2005		G	V	1,500	D	-	118,887	D		
Common Stock	12/09/2005		G	V	378	D	\$ 0	118,509	D		
Common Stock	02/27/2006		M		6,250	A	\$ 33.125	124,759	D		
Common Stock	02/27/2006		M		125,000	A	\$ 34.375	249,759	D		
Common Stock	02/27/2006		S		131,250	D	\$ 71.5	118,509	D		
Common Stock								803 (1)	I	By 401(k) Plan	

### Filed 01/18/2008 Case 1:07-cv-04774-AKH Document 32-24 Page 4 of 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
. Title of Derivative 2. Security Conversion or Exercise Price of Derivative Security Security Security Security Security S. 3. Transaction Date (Month / Day / Year) Date, if any (Month / Day / Year)		4. Transaction 5. Number of Derivative Securitie (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e Securities (A) or of (D)	Date Exercisable and Expiration Date     (Month / Day / Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	Indirect (I) (Instr. 4)	
Option to Purchase Common Stock	\$ 33.125	02/27/2006		М			6,250	03/22/2000	03/22/2006	Common Stock	6,250	\$0	0	D	
Option to Purchase Common Stock	\$ 34.375	02/27/2006		М			125,000	(2)	03/28/2007	Common Stock	125,000	\$0	0	D	

## **Explanation of Responses:**

- 1. Reflects matching contributions under the Issuer's 401(k) plan, derived by dividing the value of the undivided interest of the reporting person in the applicable investment fund as of February 27, 2006 by \$71.17, the stock price of such date.
- 2. The options became exercisable as follows: 37,500 on March 28, 1998, 37,500 on March 28, 1999 and 50,000 on March 28, 2000.

/s/Padma Tatta Cariappa, as attorney-in-fact for Terry J. Lundgren pursuant to a Power 02/28/2006 of Attorney

\*\* Signature of Reporting

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Created by 10KWizard www.10KWizard.comSource: Macy's, Inc., 4, February 28, 2006